

15.00

GATX

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312-621-6200

58829

AUG 1 1990 -9 35 AM

LAW DEPARTMENT

INTERSTATE COMMERCE COMMISSION

July 24, 1990

Secretary of the Interstate
Commerce Commission
Washington, DC 20006

0-213A000

RE: General American Transportation Corporation
Equipment Trust Series 67

Gentlemen:

Enclosed herewith are three signed copies of a Supplemental Agreement dated as of May 15, 1990, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$15.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on November 25, 1970 under Recordation No. 5887. Q

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Citibank, N.A.
120 Wall Street
New York, NY 10043
Attention: Salvatore D. Mineo

GATX Corporation
120 South Riverside Plaza
Chicago, IL 60606
Attention: E. Paul Dunn, Jr.

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,
Janice M. Alonso
Janice M. Alonso
Assistant Secretary

Handwritten signature: Mary A. Carter

Aug 1 9 27 AM '90

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 67

RECORDING NO. 5887-9 FILED 106

AUG 1 1990 -9 35 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MAY 15, 1990
TO EQUIPMENT TRUST AGREEMENT DATED AS OF DECEMBER 1, 1970

BY AND BETWEEN

CITIBANK, N.A., TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of May 15, 1990 by and between Citibank, N.A., as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of December 1, 1970 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 67, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on November 25, 1970, Recordation No. 5887; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of May 15, 1990.

CITIBANK, N.A., TRUSTEE

By: _____

S. D. Mineo
S. D. MINEO

ASSISTANT VICE PRESIDENT

ATTEST:

E. Gibbons

E. GIBBONS

Senior Trust Officer

GATX CORPORATION
(FORMERLY KNOWN AS GENERAL
AMERICAN TRANSPORTATION
CORPORATION)

By: _____

E. Paul Dunn, Jr.
E. Paul Dunn, Jr.

Treasurer

ATTEST:

Janice M. Alonso

Assistant Secretary

STATE OF NEW YORK)

) ss.:

COUNTY OF NEW YORK)

On this 13th day of July, 1990, before me personally appeared E.D. MINEO, to me personally known, who, being by me duly sworn, says that he is ASSISTANT VICE PRESIDENT of Citibank, N.A., that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

ENZO L. CARBONCI
Notary Public, State of New York
No. 43-5605525

* Qualified in Richmond County
* Certificate Filed in New York County
Term Expires March 30, 1992

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this 15th day of May, 1990, before me personally appeared E. Paul Dunn, Jr., to me personally known, who, being by me duly sworn, said that he is Treasurer of GATX Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

" OFFICIAL SEAL "
DOROTHY JILL FAUST
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 4/10/93

SCHEDULE 1

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST - SERIES 67

CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 105A500-W	19,700	GATX 66983.	\$25,432.00	\$32,247.00	\$ 32,247.00	6-1969	6-1969
1 Tank Car	DOT 111A100-W-1	8,000	GATX 13778.	14,607.00	18,521.00	18,521.00	12-1969	12-1969
1 Tank Car	DOT 111A100-W-1	8,000	GATX 25120.	16,792.00	20,016.00	20,016.00	2-1970	2-1970
1 Tank Car	DOT 111A100-W-1	8,000	GATX 93781.	14,694.00	18,632.00	18,632.00	6-1969	6-1969
1 Tank Car	DOT 111A100-W-1	8,000	GATX 94201.	14,919.00	18,917.00	18,917.00	7-1969	7-1969
1 Tank Car	DOT 111A100-W-1	10,000	GATX 92343.	11,663.00	14,788.00	14,788.00	6-1969	6-1969
1 Tank Car	DOT 111A100-W-1	10,000	GATX 93490.	11,929.00	15,126.00	15,126.00	5-1969	5-1969
3 Tank Cars	DOT 111A100-W-1	13,200	GATX 19572, 19574, 19580.	17,794.00	22,562.00	67,686.00	8-1969	8-1969
3 Tank Cars	DOT 111A100-W-1	13,200	GATX 93510, 93516, 93518.	16,679.00	21,148.00	63,444.00	5-1969	5-1969
1 Tank Car	DOT 111A100-W-1	13,200	GATX 93532.	16,679.00	21,148.00	21,148.00	6-1969	6-1969
2 Tank Cars	DOT 111A100-W-1	13,200	GATX 93918, 93919.	17,249.00	21,871.00	43,742.00	8-1969	8-1969
1 Tank Car	DOT 111A100-W-1	16,000	GATX 39822.	16,139.00	11,618.00	11,618.00	10-1962	10-1962
1 Tank Car	DOT 111A100-W-1	16,200	GATX 56138.	17,806.00	22,816.00	22,816.00	6-1970	6-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 67008.	17,302.00	21,938.00	21,938.00	6-1969	6-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 94398.	14,864.00	18,847.00	18,847.00	10-1969	10-1969
1 Tank Car	DOT 111A100-W-1	26,000	GATX 94327.	16,660.00	21,124.00	21,124.00	10-1969	10-1969

SCHEDULE I
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 67
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
3 Tank Cars	DOT 111A100-W-2	11,000	GATX 72538, 72545, 72549.	\$12,755.00	\$ 1,995.00	\$ 5,985.00	1-1958	1-1958
1 Tank Car	DOT 111A100-W-2	13,300	GATX 93848.	13,228.00	16,773.00	16,773.00	9-1969	9-1969
1 Tank Car	DOT 111A100-W-2	13,300	GATX 93849.	13,228.00	16,773.00	16,773.00	10-1969	10-1969
1 Tank Car	DOT 111A100-W-1	10,000	GATX 70812.	14,975.00	2,405.00	2,405.00	7-1957	7-1957
1 Tank Car	DOT 111A60-W-1	6,000	GATX 55040.	28,255.00	36,206.00	36,206.00	5-1970	5-1970
1 Tank Car	DOT 111A60-W-1	8,000	GATX 22710.	14,397.00	18,255.00	18,255.00	10-1969	10-1969
1 Tank Car	DOT 111A60-W-1	8,000	GATX 24587.	11,276.00	14,298.00	14,298.00	9-1969	9-1969
3 Tank Cars	DOT 111A60-W-1	8,000	GATX 24590, 24593, 24596.	11,276.00	14,298.00	42,894.00	10-1969	10-1969
1 Tank Car	DOT 111A60-W-1	10,000	GATX 40521.	11,468.00	14,695.00	14,695.00	3-1970	3-1970
1 Tank Car	DOT 111A60-W-1	10,000	GATX 72543.	12,755.00	1,995.00	1,995.00	1-1958	1-1958
1 Tank Car	DOT 111A60-W-1	10,000	GATX 96622.	11,876.00	15,058.00	15,058.00	11-1969	11-1969
2 Tank Cars	DOT 111A60-W-1	23,100	GATX 93907, 93908.	18,342.00	23,257.00	46,514.00	5-1969	5-1969
1 Tank Car	DOT 111A60AL-W-1	10,000	GATX 70870.	14,975.00	2,405.00	2,405.00	10-1957	10-1957
1 Tank Car	DOT 112A340-W	33,500	GATX 93822.	18,646.00	23,643.00	23,643.00	12-1969	12-1969

SCHEDULE 1
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 67
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
2	Airslide Cars	L0	2,600 Cu.Ft. GACX 43741, 43757.	\$ 9,717.00	\$ 7,728.00	\$ 15,456.00	7-1958	7-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43762.	9,839.00	8,669.00	8,669.00	4-1959	4-1959
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43812.	9,717.00	7,728.00	7,728.00	9-1958	9-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43961.	9,851.00	7,834.00	7,834.00	7-1958	7-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43969.	9,851.00	7,834.00	7,834.00	12-1958	12-1958
2	Airslide Cars	L0	2,600 Cu.Ft. GACX 43973, 43981.	9,851.00	7,834.00	15,668.00	11-1958	11-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 44007.	10,040.00	7,854.00	7,854.00	2-1959	2-1959
1	Airslide Car	L0	2,600 Cu.Ft. GACX 44024.	10,040.00	8,847.00	8,847.00	3-1959	3-1959
1	Airslide Car	L0	2,600 Cu.Ft. GACX 44031.	10,487.00	8,203.00	8,203.00	2-1959	2-1959
3	Airslide Cars	L0	2,600 Cu.Ft. GACX 44162, 44163, 44164.	10,258.00	9,933.00	29,799.00	5-1960	5-1960
1	Airslide Car	L0	2,600 Cu.Ft. GACX 44169.	10,258.00	9,933.00	9,933.00	6-1960	6-1960
1	Airslide Car	L0	2,600 Cu.Ft. CR 878780.	10,687.00	10,348.00	10,348.00	9-1960	9-1960
1	Hopper Car	L0	4,180 Cu.Ft. GACX 72701.	32,578.00	50,190.00	50,190.00	6-1969	6-1969
1	Hopper Car	L0	4,180 Cu.Ft. GACX 72702.	32,578.00	50,190.00	50,190.00	7-1969	7-1969

SCHEDULE I
 GENERAL AMERICAN TRANSPORTATION CORPORATION
 EQUIPMENT TRUST - SERIES 67
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
3 Hopper Cars	L0	4,180 Cu.Ft.	GACX 72703, 72704, 72710.	\$32,578.00	\$50,190.00	\$ 150,570.00	9-1969	9-1969
5 Hopper Cars	L0	4,180 Cu.Ft.	GACX 72705-72709.	32,578.00	50,190.00	250,950.00	8-1969	8-1969
66						<u>\$1,328,582.00</u>		

SCHEDULE 11
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 67
CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
2 Tank Cars	DOT 111A100-W-5	20,000	GATX 23073, 23074.	\$43,749.00	\$43,057.00	\$ 86,114.00	1-1980	1-1980
4 Tank Cars	DOT 111A100-W-1	23,500	GATX 23644-23647.	54,130.00	53,274.00	213,096.00	1-1980	1-1980
1 Tank Car	DOT 111A60-W-1	23,500	GATX 24680.	45,409.00	46,606.00	46,606.00	8-1980	8-1980
1 Tank Car	DOT 111A60-W-1	20,000	GATX 34222.	47,217.00	48,462.00	48,462.00	8-1980	8-1980
5 Tank Cars	DOT 111A100-W-1	20,000	GATX 50882, 50884-50887.	43,807.00	44,962.00	224,810.00	8-1980	8-1980
2 Tank Cars	DOT 111A100-W-1	20,000	GATX 52603, 52604.	40,920.00	41,999.00	83,998.00	8-1980	8-1980
1 Tank Car	DOT 111A60-W-1	20,000	GATX 58040.	44,378.00	45,548.00	45,548.00	8-1980	8-1980
2 Tank Cars	DOT 111A100-W-1	26,500	GATX 69263, 69265.	59,084.00	60,642.00	121,284.00	8-1980	8-1980
2 Tank Cars	DOT 111A100-W-1	13,500	GATX 69343, 69345.	42,999.00	44,133.00	88,266.00	8-1980	8-1980
1 Tank Car	DOT 111A60-W-1	20,000	GATX 11948.	46,054.00	47,268.00	47,268.00	9-1980	9-1980
1 Tank Car	DOT 111A100-W-5	20,000	GATX 15244.	46,768.00	48,001.00	48,001.00	9-1980	9-1980
1 Tank Car	DOT 111A100-W-1	23,500	GATX 18549.	46,319.00	47,541.00	47,541.00	9-1980	9-1980
2 Tank Cars	DOT 111A100-W-1	20,000	GATX 19258, 19259.	65,311.00	67,033.00	134,066.00	9-1980	9-1980
1 Tank Car	DOT 111A100-W-1	17,000	GATX 20121.	44,949.00	46,134.00	46,134.00	9-1980	9-1980
1 Tank Car	DOT 111A100-W-1	23,500	GATX 23761.	46,422.00	47,646.00	47,646.00	9-1980	9-1980

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\$1,328,840.00